

Joel M. Gross
Joel.Gross@aporter.com
+1 202.942.5705
+1 202.942.5999 Fax
555 Twelfth Street, NW
Washington, DC 20004-1206

October 18, 2010

VIA E-MAIL

Chrisna Tan
Attorney-Advisor
U.S. Environmental Protection Agency
Office of Enforcement and Compliance
Assurance
Office 4232J Ariel Rios South (2272A)
1200 Pennsylvania Avenue, NW
Washington, DC 20460

William Kirley
Chief Counsel
Remediation Division
Montana Department of Environmental Quality
2209 Phoenix Avenue
Helena, Montana 59620

**Re: Consent Decree for the Butte Mine Flooding Site:
Modification of Schedule**

Dear Chrisna and Bill:

Pursuant to Section 114 of the above-referenced Consent Decree (the "Consent Decree"), the purpose of this letter is to confirm and memorialize the agreement by and among the United States, the State of Montana and the Atlantic Richfield Company ("ARCO") to modify the schedule by which ARCO shall provide alternate financial assurance for the Butte Mine Flooding Site. Specifically, the parties hereby agree that the 30-day period specified in Paragraph 46 of the Consent Decree within which ARCO must provide "alternate financial assurance," shall be increased to 60 days with respect to the determination in EPA's letter of September 20, 2010. ARCO reserves its rights to invoke the dispute resolution provisions of Paragraphs 64-69 of the Consent Decree with respect to EPA's determination that the present financial assurance mechanism is inadequate under the terms of the Consent Decree.

Chrisna Tan
William Kirley
October 18, 2010
Page 2

Please indicate the United States' and the State of Montana's assent to this modification by signing the enclosed agreements and returning the fully executed document to me. Please contact me at (202) 942-5705 should you have any questions.

Sincerely,


Joel M. Gross

Chrisna Tan
William Kirley
October 18, 2010
Page 3

ACCEPTED AND AGREED:

FOR THE UNITED STATES:

Date: 10/19/2010



D. Henry Elsen, Attorney
U.S. Environmental Protection Agency
Region 8

Chrisna Tan
William Kirley
October 18, 2010
Page 4

FOR THE STATE OF MONTANA:

Date: 10-19-10




William Kirley
Montana Department of Environmental Quality

Chrisna Tan
William Kirley
October 18, 2010
Page 5

FOR ATLANTIC RICHFIELD COMPANY:

Date: 10-19-2010



Jean Martin
Atlantic Richfield Company

Chrisna Tan
William Kirley
October 18, 2010
Page 6

cc: Robert Genovese, BP
William Duffy, Esquire
Richard Curley, Esquire